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July 29, 2019

Via ECF

Honorable Michael A. Shipp
United States District Judge
Clarkson S. Fisher Building & U.S. Courthouse
Courthouse 402 East State Street
Trenton, New Jersey 08708

Honorable Lois H. Goodman
United States Magistrate Judge
Clarkson S. Fisher Building & U.S.
402 East State Street
Trenton, New Jersey 08708

Re: *The Doris Behr 2012 Irrevocable Trust v. Johnson & Johnson*
Civil Action No. 19-8828(MAS)(LHG)

Dear Judge Shipp and Judge Goodman:

We are co-counsel for the California Public Employees' Retirement System (CalPERS) and Colorado Public Employees' Retirement Association (Colorado PERA). On May 23, 2019, CalPERS and Colorado PERA filed a motion to intervene to ensure that shareholders would be represented in this case concerning shareholders' right to sue a corporation for violations of securities law. That intervention motion is fully briefed and is pending before Judge Goodman. See ECF Nos. 21, 32.¹ Our intervention motion assured the Court that, to prevent delay, we would file our motion to dismiss on the same date that Johnson & Johnson filed its motion to dismiss. We did so, filing that motion May 31, 2019. ECF No. 24. The plaintiff trust filed an opposition brief that addresses the arguments made in both motions, as well as the arguments made by the New Jersey Attorney General. ECF No. 39.

CalPERS and Colorado PERA now respectfully seek leave to file the attached reply in support of our motion to dismiss. Filing a reply now will allow our motion to be considered on the same schedule as Johnson & Johnson's concurrently-filed motion to dismiss in the event that intervention is granted. Lead counsel for CalPERS and Colorado PERA, Deepak Gupta, has spoken to Magistrate Judge Goodman's chambers, and staff advised him that they could not confirm when the motion to intervene would be decided. They further recommended to him that

¹ Neither party contests that the California Public Employees' Retirement System and Colorado Public Employees' Retirement Association have satisfied all the relevant standards for intervention as of right as well as for permissive intervention. In response, the plaintiff trust has raised only a procedural objection that we believe is now moot.

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we file the reply brief with a cover letter seeking leave, as we are doing now.

Thank you for your attention to this matter. If the Court has any questions, we are available at your convenience.

Respectfully submitted,

CARELLA, BYRNE, CECCHI,
OLSTEIN, BRODY & AGNELLO

/s/ James E. Cecchi

JAMES E. CECCHI

cc: All Counsel (w/encl.)(via ECF)